

# **EXHIBIT I**

**TELEGLOBE INC.**

**SPECIAL BOARD OF DIRECTORS MEETING - TENTATIVE AGENDA**

**DATE:** April 12, 2002

**TIME:** 12:00 noon (Eastern time)

**LOCATION:** By Teleconference Facilities

**ATTENDANCE:** Board Chairman: J.C. Monty Secretary: M.J. Ryan  
Members: R.J. Currie, A.S. Fell, T.E. Kierans, M.J. Sabia,  
H.A. Steinberg  
By Invitation: M.T. Boychuk, C.A. Childers, P. Pichette,  
B.W. Pickford, S.P. Skinner

**AGENDA ITEMS:**

1. Amendments to the 2001 Financial Information M.T.B./S.P.S.
2. Other Business J.C.M.



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**TELEGLOBE INC.**

**RESOLUTION ADOPTED BY THE  
BOARD OF DIRECTORS  
APRIL 12, 2002**

**Telelobe Inc. 2001 Financial Information**

WHEREAS the Board of Directors enacted, on February 27, a resolution approving the 2001 Financial Information of the Corporation;

**Resolution No.**

On motion duly made by \_\_\_\_\_ and

seconded by \_\_\_\_\_, it was unanimously resolved:

1. THAT the resolution adopted by the Board of Directors on February 27, 2002, approving the 2001 Financial Information of the Corporation be rescinded;
2. THAT the English and French language versions of the 2001 Financial Information of the Corporation, with information substantially in the form submitted to the directors and filed with the records of this meeting and with such amendments thereto as may be approved by any officer of the Corporation, be and they are hereby approved;
3. THAT the Corporate Secretary or any other officer of the Corporation be and each of them is hereby directed to send the 2001 Financial Information, containing the Consolidated Financial Statements of the Corporation for the year ended December 31, 2001, the Shareholders Auditors' Report thereon and Management's Discussion and Analysis, to all shareholders of the Corporation entitled to receive it, and to file such 2001 Financial Information with all such authorities as may be required; and
4. THAT any director or officer or an Assistant Corporate Secretary of the Corporation be and each of them is hereby authorized to take such action and to sign such documents as may be necessary or desirable to carry out the intent and purpose of this resolution.

Secretariat,  
April 12, 2002

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